FORM D OMB APPROVAL UNITED STATES TITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB Number: 3235-0076 Expires: August 31, 1998 Estimated average burden FORM D hours per form.....16.00 OTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SEC USE ONLY SECTION 4(6), AND/OR Prefix Serial FORM LIMITED OFFERING EXEMPTION DATE RECEIVED Name of Offering (check if this is an amendment and name has changed, and indicate change.) Class B Common Stock, \$.001 par value Filing Under (Check box(es) that apply): ☐ Rule 504 ☐ Rule 505 Section 4(6) ULOE X Rule 506' Type of Filing: ☐New Filing Amendment A. BASIC IDENTIFICATION DATA 1. Enter the information requested about the issuer Name of Issuer (check if this is an amendment and name has changed, and indicate change.) Fantasy Sports Ventures, Inc. Telephone Number (Including Area Code) Address of Executive Offices (Number and Street, City, State, Zip Code) (212) 874-3033
Telephone Number (Including Area Code)
PROCESSE 251 West 89th Street, New York, New York 10024 (212) 874-5655 Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices) Brief Description of Business Digital fantasy news network Type of Business Organization ☐ limited partnership, already formed ☐ other (please speci X corporation D business trust ☐ limited partnership, to be formed Month Year Actual or Estimated Date of Incorporation or Organization: 10 2006 X Actual □ Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: DE CN for Canada; FN for other foreign jurisdiction) GENERAL INSTRUCTIONS Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6). When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or Where to File: U.S. Securities and Exchange Commission, 100 F Street, N.E., Washington, D.C. 20549. Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures. Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC. Filing Fee: There is no federal filing fee. State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed. ATTENTION Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

		A. BASIC I	DENTIFICATION DATA	1	
2. Enter the i	nformation requested for the f	ollowing:		! :	
• Each be	neficial owner having the pov		he vote or disposition of, 10% or		urities of the issuer;
	ecutive officer and director of neral and managing partner o		ate general and managing partners	s of partnership issuers; and	
Check Box(es) that	X Promoter	X Beneficial Owner	X Executive Officer	X Director	General and/or Managing Partner
Apply: Full Name (Last	name first, if individual)	· ·			
	idence Address (Number and	Street, City, State, Zip Code)			
251 West 89th S Check	Street, New York, New York Promoter	□ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or
Box(es) that Apply:					Managing Partner
Full Name (Las	t name first, if individual)				
Business or Res	idence Address (Number and	Street, City, State, Zip Code)			
Check Boxes that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Las	t name first, if individual)	,	- :		
Business or Res	idence Address (Number and	Street, City, State, Zip Code)			
Check Boxes that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
	name first, if individual)			<u> </u>	
Business or Res	idence Address (Number and	Street, City, State, Zip Code)		1	
Check Boxes that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
	name first, if individual)	•			
Business or Res	idence Address (Number and	Street, City, State, Zip Code)	·	1	
Check Boxes that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	☐ General and/or Managing Partner
Full Name (Last	name first, it individual)				
Business or Res	idence Address (Number and	Street, City, State, Zip Code)			
Check Boxes that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner
Full Name (Last	name first, if individual)				
Business or Res	idence Address (Number and	Street, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner
	name first, if individual)			1:::	
Business or Res	idence Address (Number and	Street, City, State, Zip Code)			
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1.	Has the iss	uer sold, o	r does the issu	er intend to			investors in t endix, Colum			e '	•••••	Yes No	X
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2.	What is the	e minimun	ı investment th	nat will be a	ecepted from	n any indivi	idual?		1			\$100,000	0.00
3.	Does the o	ffering per	mit joint owne	ership of a si	ngle unit?			•••••••			**************	Yes <u>X</u> No _	
4.	solicitation registered broker or d	of purch: with the S	asers in conne	ction with :	sales of sec tates, list th	curities in the ne name of t	ne offering. he broker or	If a person	to be listed	is an associate	ed person or	agent of a l	emuneration for proker or dealer ersons of such a
N/A													
Full	Name (Lasi	t name firs	t, if individual)					<u> </u>				
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Busi	iness or Res	idence Ad	dress (Number	and Street,	City, State,	Zip Code)			!	,			
Nan	ne of Associ	ated Broke	er or Dealer										
State	es in Which	Person Li	sted Has Solic	ited or Inten	ds to Solici	t Purchasers	.			· · · · · · ·			
			ck individual										All States
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Nam	ne of Associ	ated Broke	er or Dealer							i		,•	
State	es in Which	Person Li	sted Has Solic	ited or Inten	ds to Solici	t Purchasers	;		i				
(Che	eck "All Sta	tes" or che	ck individual	States)			,,,	,					All States
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Full	Name (Last	t name firs	t, if individual)									
Busi	ness or Res	idence Ad	dress (Number	and Street,	City, State,	, Zip Code)							
Nan	ne of Associ	ated Broke	er or Dealer						-				
State	es in Which	Person Li	sted Has Solic	ited or Inten	ds to Solici	t Purchasers	3		<u> </u>	· · · · · · · · · · · · · · · · · · ·			
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[RI]		ISCI ·	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[VA]	[WV]	[WI]	[WY]	[PR]

. C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	n is an exchange offering, check this box and indicate in the columns below the amounts of the Type of Security	Aggregate	Amount Ali
	A CONTRACTOR OF THE CONTRACTOR	Offering Price	Sold
	Debt	\$!	\$
	Equity	\$ 5,000,000.00	\$ 2,525,000.0
	V Common		
	' · · · · · · · · · · · · · · · · ·	,	_
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests	\$	\$
	Other (Specify)	\$	\$
	Total	\$ 5,000,000.00	\$ <u>2,525,000.0</u>
	Answer also in Appendix, Column 3, if filing under ULOE.		
	number, of accredited and non-accredited investors who have purchased securities in this	1 '	
	nd the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate	1	
	er of persons who have purchased securities and the aggregate dollar amount of their on the total lines. Enter "0" if answer is "none" or "zero."	,	•
1	The state of the s	Number	Aggrega
		Investors	Dollar Am
		In vostors	of Purcha
	Accredited Investors	, ,	\$ 2,525,000.0
	Non-accredited Investors		\$ <u>0</u>
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE		*
If this fili	ng is for an offering under Rule 504 or 505, enter the information requested for all securities		
	e issuer, to date! in offerings of the types indicated, in the twelve (12) months prior to the first	'	
	curities in this offering. Classify securities by type listed in Part C - Question 1.		
	1	Type of	Dollar Am
		Security	Sold
	Type of Offering	1 .	
	Rule 505	, ,	\$
	Regulation A	<u> </u>	\$
	Rule 504	1 : 1	\$
	Total	1 '	\$
	sh a statement of all expenses in connection with the issuance and distribution of the		
	in this offering. Exclude amounts relating solely to organization expenses of the issuer. The		•
	on may be given as subject to future contingencies. If the amount of an expenditure is not mish an estimate and check the box to the left of the estimate.		
4 A	Transfer Agent's Fees		□ s
	Printing and Engraving Costs	i	s
	Legal Fees.	1 ;	X \$_40,000.00
	Accounting Fee's	i	S
	Engineering Fees		□ s
	Sales Commissions (specify finders' fees separately)		_
	Other Expenses (Identify) Blue Sky filing fees	1	\$ 1,685.00
	Total	1 1 '	□ \$41,685.00
			_ \$ 71,000,000
		1 ! 1	

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished \$4.958,315.00 indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above. Payment to Officers, Payment To Directors, & Affiliates Others Salaries and fees Purchase of real estate Purchase, rental or leasing and installation of machinery and equipment Construction or leasing of plant buildings and facilities .. Acquisition of other businesses (including the value of securities involved in this offering that may be used X \$ 2.350,000.00 in exchange for the assets or securities of another issuer pursuant to a merger)..... Repayment of indebtedness Working capital X\$ 2,608,315.00 Column Totals X \$4.958,315.00 Total Payments Listed (column totals added)..... \$ 4,958,315.00 D. FEDERAL SIGNATURE The issuer had duty caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Fantasy Sports Ventures, Inc. Name of Signer (Print or Type) Title of Signer (Print or Type) Christopher J. Russo President

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)